

EXHIBIT B

Foredestine Series Fund, LLC on behalf of Broad Market Prime Series
c/o Foredestine, LLC
415 Madison Avenue
Suite 1512
New York, NY 10017

[December 22, 2008]

Re: Foredestine Series Fund, LLC (the "Fund") on behalf of Broad Market Prime Series (this "Series")

Dear Member:

We are writing to inform you of the measures that Foredestine, LLC (the "Manager") is taking as a result of the apparent fraud by Bernard L. Madoff and his investment firm Bernard L. Madoff Investment Securities, LLC ("BLMIS") and its effect on this Series of the Fund. The severity and scope of the fraud grows daily. On Tuesday, December 16, 2008, the SEC issued Release 2008-297, by Commissioner Cox, that restated the emergency actions being taken by the SEC and indicated that it had learned in reviewing records of Mr. Madoff that "those records are increasingly exposing the complicated steps that Mr. Madoff took to deceive investors, the public and regulators," and that he maintained "Several sets of books and records and false documents, and provided false information involving his advisory activities to investors and regulators." The full text of the release appears at www.sec.gov. The fraud is massive.

As you know, all or substantially all of this Series' portfolio had exposure to BLMIS and/or one or more of its affiliates or agents (collectively, "BLMIS Products") through this Series' investment in Rye Select Broad Market Prime Fund, LP, the Initial Underlying Fund, which had all or substantially all of its assets allocated to one or more BLMIS Products. Terms used but not otherwise defined herein have the respective meanings as set forth in the Fund's Operating Agreement dated as of July 1, 2008 (the "Operating Agreement") and the Authorizing Resolution dated as of July 1, 2008 corresponding to this Series (the "Authorizing Resolution").

The Manager has determined, pursuant to the Operating Agreement and the Authorizing Resolution, that it would be in the best interests of the Members of this Series as a whole to declare a temporary suspension of (i) the determination of the Net Asset Value of this Series, (ii) withdrawals from this Series and (iii) payment of withdrawal proceeds (if any) which are or will become due and owing to Members of this Series.

Each of the above suspensions will be effective immediately and will remain in effect until such time as the Manager determines it is in the best interests of the Members of this Series to lift such suspension.

Our counsel, Tannenbaum Helpern Syracuse & Hirschtritt LLP, is very much on top of these matters, is monitoring the situation carefully and will take appropriate action.

We will update you of any new developments in connection with the above matters. We appreciate your patience during this time and wish to assure you that we are consulting with the Fund's and this Series' counsel and reviewing all available options.

Sincerely,

Foredestine, LLC,
Manager

By: 

Name: Robert I. Schulman
Title: Managing Member